



The  
**St Gregory the Great**  
Catholic Academy Trust

*Trust Scheme of Delegation  
September 2021*

**SCHEME OF DELEGATION**  
**BETWEEN**  
**ST GREGORY THE GREAT CATHOLIC ACADEMY TRUST COMPANY**  
**AND ITS ACADEMIES**  
namely

**Christ the King Catholic Primary School**  
**Holy Rosary and St Anne Catholic Primary School**  
**Immaculate Heart of Mary Catholic Primary School**  
**Sacred Heart Catholic Primary School**  
**St Augustine Catholic Primary School**  
**St Paul Catholic Primary School**  
**St Urban Catholic Primary School**  
**Corpus Christi Catholic College**

<b>Submitted to Board:</b>	<b>2021</b>
Effective Date:	1 September 2021
Review Date:	1 July 2022

**DEFINITIONS**

In this Scheme of Delegation the following terms shall have the following meanings:

- i. 'Academy' means the academy named at the beginning of this Scheme of Delegation and includes all sites upon which the academy undertaking is, from time to time, being carried out;
- ii. 'Articles of Association' means the articles of association of the Catholic Academy Trust Company (to be based on the February 2015 agreed model articles of association available on the Department for Education website);
- iii. 'Bishop' means the Bishop of the Roman Catholic Diocese of Leeds in which the Academy Trust Company is situated (as defined in Canon law) and includes any person exercising Ordinary jurisdiction in his name (including Vicars General and Episcopal Vicars) and any person delegated by him, including officers of the Diocese;
- iv. 'Board of Directors' means the board of Directors of the Catholic Academy Trust Company;
- v. 'Canon law' means the canon law of the Catholic Church from time to time in force and if any question arises as to the interpretation of Canon law, this shall be determined exclusively by the Bishop;

- vi. 'Chair' means the chair of the Board of Directors or the chair to the Academy Council of the Academy appointed from time to time, as appropriate;
- vii. Catholic Senior Executive Leader means the senior executive leader in the trust responsible for the day to day operations of the trust and oversight of all academies in line with the Trust Board requirements
- viii. 'Clerk' means the clerk to the Board of Directors and/or the clerk to the Academy Council of the Academy appointed from time to time, as appropriate, and includes a joint, assistant or deputy clerk;
- ix. 'Delegated Functions' means the functions delegated by the Catholic Academy Trust Company in accordance with the table at Appendix I;
- x. 'Diocese' or 'Diocesan' means the education service provided by the diocese, which may also be known, or referred to, as the Diocesan Education Service or Diocesan Schools Commission;
- xi. 'Diocesan Trustee' means a trustee of the Diocese appointed by the Bishop to safeguard the interests of the Catholic community as a whole in the Diocese and to serve its needs;
- xii. 'Directors' means directors appointed to the Board of the Catholic Academy Trust Company;
- xiii. 'Foundation Directors and Foundation Governors' means the directors or governors from time to time appointed by the Bishop to represent his diocesan policy on the Board of the Academy Trust Company or the Academy Council of the Academy, as appropriate;
- xiv. 'Governors' means the governors appointed and elected to the Academy Council of the Academy, from time to time;
- xv. 'Academy Council' means any committee established by the Directors pursuant to Article 100 of the Articles of Association to carry out specified functions in relation to the Academy as delegated by the Directors;
- xvi. 'Member' means a member of the Catholic Academy Trust Company appointed pursuant to Article 12 of the Articles of Association;
- xvii. 'Catholic Academy Trust Company' means the company responsible for the management of the Academy and, for all purposes, means the employer of staff at the Academy;
- xviii. 'Principal' means the headteacher or executive headteacher as the case may be and is the person named as the headteacher of the academy for Ofsted purposes;
- xix. 'Protocol' means the document that outlines the committed working relationship between the Diocese and the Catholic Academy Trust Company;
- xx. 'Reserved Matters' means the matters that the Directors have determined will not be delegated and will be dealt with exclusively by them;
- xxi. 'Vice-Chair' means the vice-chair of the Board of Directors or the vice-chair of the Academy Council of the Academy elected from time to time, as appropriate.

## **1. GOVERNANCE OF THE CATHOLIC ACADEMY TRUST COMPANY**

- 1.1 This Scheme of Delegation has been adopted by the Directors from the Effective Date in accordance with the provisions of the Catholic Academy Trust Company's Articles and it should be read in conjunction with the Articles of Association. References in this Scheme of Delegation to numbered Articles are to the relevant clause of the Catholic Academy Trust Company's Articles of Association.
- 1.2 As a charity and company limited by guarantee the Catholic Academy Trust Company is governed by the Board of Directors who are responsible for, and oversee, the management and administration of the Catholic Academy Trust Company and the academies run by the Catholic Academy Trust Company, including the Academy. The Directors have overall responsibility and ultimate decision-making authority for all the work of the Catholic Academy Trust Company. These responsibilities are largely carried out through strategic planning and the setting of policy.
- 1.3 As the Academy is a Catholic school, designated as such, the Directors are accountable to the Bishop to ensure that the Academy is conducted as a Catholic school in accordance with Canon law and the teachings of the Roman Catholic Church so that, at all times, the Academy may serve as a witness to the Catholic faith in Our Lord Jesus Christ. The Directors are also accountable to external government agencies including the Charity Commission, the Department for Education and the Education & Skills Funding Agency (including any of their successor bodies). Both the Bishop and external government agencies hold the Catholic Academy Trust Company to account for the quality of the education, the financial propriety and the value they provide, and they require that the Catholic Academy Trust Company has systems in place through which they can assure themselves of such quality, safety and good practice.
- 1.4 In discharging their duties, the Academy Council will comply with any relevant policies, protocols and procedures adopted by the Catholic Academy Trust Company which, in turn, reflect national and Diocesan directions and guidance, where required.
- 1.5 Foundation Directors and Foundation Governors are appointed by the Bishop, and the Foundation Director/Foundation Governor's obligations must be carried out in accordance with any Diocesan policy or protocol, the requirements outlined in the Catholic Academy Trust Company's Articles of Association, this Scheme of Delegation, the Protocol between the Diocese, the Catholic Academy Trust Company and the Academy and any other associated policies and protocols.
- 1.6 This Scheme of Delegation, particularly the table at Appendix I, explains the ways in which the Directors fulfil their responsibilities for the leadership and management of the Academy, the respective roles and responsibilities of the Directors and the Governors and their commitments to each other to ensure the success of the Academy and the Catholic Academy Trust Company. This Scheme of Delegation serves as the terms of reference for the delegation of powers and responsibilities by the Directors to the Academy Council.

## **2. ETHOS AND MISSION STATEMENT**

2.1 The Academy's mission is as follows:

**'Within the St Gregory the Great Catholic Academy Trust, our academies are communities where our children and young people are given a clear vision for life, a vision which is rooted in the person and teachings of Jesus Christ and which is faithful to the mission of the Catholic Church.'**

- 2.2 The Academy will seek to ensure that it develops and maintains strong relationships with the other academies in the Catholic Academy Trust Company, especially where they are in the same or adjacent parishes as well as other schools, agencies and businesses in the local community.

### **3. MEMBERS' POWERS AND RESPONSIBILITIES**

The Members of the Catholic Academy Trust Company are the guardians of the governance of the Catholic Academy Trust Company. They are accountable to the Bishop (unless the Member is the Bishop) to ensure that the Catholic Academy Trust Company is being operated in accordance with the objects in the Articles of Association, which only they can vary.

### **4. DIRECTORS' POWERS AND RESPONSIBILITIES**

- 4.1 The Directors have a duty to act in fulfilment of the Catholic Academy Trust Company's objects which are set out in the Articles of Association. The Directors also have a duty to the Bishop to uphold the objects of the Catholic Academy Trust Company and to comply with any directives, advice or guidance issued by the Bishop.
- 4.2 Directors will have regard to the interests of the other academies for which the Catholic Academy Trust Company is responsible in deciding and implementing any policy or exercising any authority in respect of the Academy.
- 4.3 Article 100 provides for the appointment by the Directors of committees, which may be known as Academy Council, to whom the Directors may delegate certain of their functions. The general power to delegate functions under Article 100 is limited in accordance with Articles 105A, 105AA and 105B.
- 4.4 The constitution, membership and proceedings of the Academy Council is determined by the Directors and this Scheme of Delegation sets this out as well as acknowledging the authority delegated by the Directors to the Academy Council in order to enable the Academy Council to run the Academy and fulfil its mission.
- 4.5 Subject to the provisions of the Companies Act 2006, the Articles of Association and to any directions given by the Members of the Catholic Academy Trust Company following a special resolution, or any directives issued by the Bishop or the Diocese, and in accordance with the policies and protocols agreed by the Directors, the way that the business of the Academy is carried forward at a local level shall be delegated by the Directors to the Academy Council in accordance with this Scheme of Delegation, more particularly the table at Appendix I.

### **5. CONSTITUTION OF THE CATHOLIC ACADEMY TRUST COMPANY**

- 5.1 The initial members of the Catholic Academy Trust Company are those named in the Memorandum of Association.
- 5.2 The requirements relating to the constitution of the board of the Directors of the Catholic Academy Trust Company are set out in the Articles of Association.

5.3 The requirements relating to the carrying out of the business of the Directors is set out in the Articles of Association.

## **6. CONSTITUTION OF THE ACADEMY COUNCIL**

### **6.1 Membership**

- 6.1.1 The members of the Academy Council shall be known as Governors.
- 6.1.2 The number of people who shall sit on the Academy Council shall be not less than three subject always to paragraph 6.2.1.
- 6.1.3 The constitution of the Academy Council will be in accordance with Appendix 2. A different constitution may be adopted at any time by the Directors with prior written approval of the Diocese such as where an executive principal has been appointed and a single academy council is constituted for all academies within the responsibilities of the EP so as to improve governance and support workload
- 6.1.4 The Foundation Governors on the Academy Council will be those appointed by the Bishop.
- 6.1.5 The Directors (all or any of them) shall also be entitled to serve on the Academy Council and attend any meetings of the Academy Council. Any Director attending a meeting of the Academy Council shall count towards the quorum for the purposes of that meeting and shall be entitled to vote on any resolution being considered by the Academy Council.
- 6.1.6 All persons appointed or elected to the Academy Council shall give a written undertaking to the Directors, the Bishop and the Diocesan Trustees to uphold the objects of the Catholic Academy Trust Company. The Clerk shall be responsible for ensuring that this has been completed and that a copy has been sent to the Diocesan Education Service.

### **6.2 Appointment of members of the Academy Council**

#### **6.2.1 Foundation Governors**

The Foundation Governors shall be appointed by the Bishop. They shall outnumber all the other members by two so as to ensure the preservation and development of the Catholic character of the Academy and the Catholic Academy Trust Company.

#### **6.2.2 Staff Governors**

- 6.2.2.1 Unless the Principal resigns from the Academy Council, he/she shall be treated for all purposes as being an ex officio member of the Academy Council. Where there is an executive principal appointed they will assume this role for any academies where they have a regular responsibility
- 6.2.2.2 The Academy Council may appoint persons who are employed at the Academy to serve on the Academy Council through such processes as the Directors may determine, provided that the total number of such persons (including the Principal) complies with the Academy Council constitution in force at the time.)
- 6.2.2.3 Unless the Directors agree otherwise, in appointing persons to serve on the Academy Council, the Academy Council shall invite nominations from all staff who are employed by the Catholic Academy Trust Company and who work at the Academy (excluding the Principal) and, where there are any contested

posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Directors.

### **6.2.3 Parent Governors**

- 6.2.3.1 Subject to clause 6.2.3.5, the parent members of the Academy Council shall be appointed after election by parents of registered pupils at the Academy and he or she must be a parent of a pupil at the Academy at the time when he or she is elected.
- 6.2.3.2 The Academy Council shall make all necessary arrangements for election of the parent members of the Academy Council, including any question of whether a person is a parent of a registered pupil at the Academy. Any election of persons who are to be the parent members of the Academy Council which is contested shall be held by secret ballot.
- 6.2.3.3 The arrangements made for the election of the parent members of the Academy Council shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he/she prefers, by having his/her ballot paper returned to the Academy by a registered pupil at the Academy.
- 6.2.3.4 Where a vacancy for a parent member of the Academy Council is required to be filled by election, the Academy Council shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the Academy is informed of the vacancy and that it is required to be filled by election, informed that he/she is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
- 6.2.3.5 The number of parent members of the Academy Council required shall be made up by persons appointed by the Academy Council if the number of parents standing for election is less than the number of vacancies.
- 6.2.3.6 In appointing a person to be a parent member of the Academy Council pursuant to clause 6.2.3.5, the Academy Council shall appoint a person who is the parent of a registered pupil at the Academy, or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.
- 6.2.3.7 The first parent and staff members of the Academy Council may be those people who filled those positions on the governing body of the predecessor school at its closure provided that they have the requisite skills as determined by the Directors. Parent and staff governors who do have the requisite skills shall serve on the Academy Council for the remainder of the terms of office for which they were elected or appointed to the predecessor governing body provided that the minimum membership of the Academy Council does not decrease following closure.

### **6.3 Term of office**

The term of office for any person, other than a Foundation Governor, serving on the Academy Council shall be 4 years to be specified at the time of appointment by the person or body appointing them, save that this time limit shall not apply to the Principal. Subject to remaining eligible to be a particular type of member on the Academy Council, any person may be re-appointed or re-elected to the Academy Council save that Foundation Governors may only serve a maximum of three consecutive four year terms (other than with the consent of the Bishop).

## **6.4 Resignation and removal**

- 6.4.1 Except in the case of a Foundation Governors, a person serving on the Academy Council shall cease to hold office if he/she resigns his/her office by notice to the relevant Academy Council (but only if at least three persons will remain in office when the notice of resignation is to take effect). The Academy Council must give a copy of the notice to the Directors. A Foundation Governor must resign his/her office by notice to the Bishop who appointed him/her and provide a copy of the notice to the Academy Council who shall, in turn, provide that copy to the Directors.
- 6.4.2 A person serving on the Academy Council shall cease to hold office if he/she is removed by the person or persons who appointed him/her. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a person who serves on the Academy Council by a person or persons who appointed him, any failure to uphold the values of the Catholic Academy Trust Company and/or the Academy, or to preserve and develop the Catholic character, or to act in a way which is in breach of this Scheme of Delegation or the undertaking given pursuant to paragraph 6.1.6 will be taken into account. A person (except a Foundation Governor) may also be removed by the Directors but only after the Directors have given due regard to any representations by the relevant Academy Council.
- 6.4.3 If any person who serves on the Academy Council in his/her capacity as an employee at the Academy ceases to work at the Academy then he/she shall be deemed to have resigned and shall cease to serve on the Academy Council automatically on termination of his/her work at the Academy.
- 6.4.4 If any person who serves on the Academy Council in his/her capacity as a parent ceases to be a parent of a child on roll at the Academy then he/she shall be deemed to have resigned and shall cease to serve on the Academy Council automatically at the end of that school term.
- 6.4.5 Where a person who serves on the Academy Council is removed from office, those removing him/her, shall give written notice thereof to the Academy Council, who shall, in turn, notify the Directors.

## **6.5 Disqualification of members of the Academy Council**

- 6.5.1 No person shall be qualified to serve on the Academy Council unless he/she is aged 18 or over at the date of his/her election or appointment. No current pupil of the Academy shall be entitled to serve on the Academy Council.
- 6.5.2 A person serving on the Academy Council shall cease to hold office if he/she becomes incapable by reason of mental disorder, illness or injury of managing or administering his/her own affairs.
- 6.5.3 A person serving on the Academy Council shall cease to hold office if he/she is absent without the permission of the Chair of the Academy Council from all the meetings of the Academy Council held within a period of six months and the Academy Council resolves that his/her office be vacated.
- 6.5.4 A person shall be disqualified from serving on the Academy Council if:
- 6.5.4.1 His/her estate has been sequestered and the sequestration has not been discharged, annulled or reduced; or
  - 6.5.4.2 He/she is the subject of a bankruptcy restrictions order or an interim order.
- 6.5.5 A person shall be disqualified from serving on the Academy Council at any time when he/she is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or

to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).

- 6.5.6 A person serving on the Academy Council shall cease to hold office if he/she would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 6.5.7 A person shall be disqualified from serving on the Academy Council if he/she has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he/she was responsible or to which he/she was privy, or which he/she by his conduct contributed to or facilitated.
- 6.5.8 A person shall be disqualified from serving on the Academy Council at any time when he/she is:
- 6.5.8.1 subject to a direction of the Secretary of State under s.142 of the Education Act 2002 or any other disqualification, prohibition or restriction which takes effect as if contained in such a direction; or
  - 6.5.8.2 included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
  - 6.5.8.3 disqualified from working with children in accordance with Sections 28, 29 or 29A of the Criminal Justice and Court Services Act 2000; or
  - 6.5.8.4 barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006); or
  - 6.5.8.5 disqualified from registration under Part 2 of the Children and Families (Wales) Measure 2010 or child minding or providing day care; or
  - 6.5.8.6 disqualified from registration under Part 3 of the Childcare Act 2006; or
  - 6.5.8.7 disqualified under the Childcare (Disqualification) Regulations 2009.
- 6.5.9 A person may be disqualified from serving on the Academy Council if they have ever been:
- 6.5.9.1 convicted of an offence involving violence, dishonesty or deception, or any sexual offence which is not a protected offence; or
  - 6.5.9.2 convicted of causing a nuisance or disturbance on school and/or educational premises; or
  - 6.5.9.3 sentenced to imprisonment (whether suspended or not), in the UK or elsewhere, for a period of not less than three months.
- 6.5.10 A person shall be disqualified from serving on the Academy Council where he/she has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- 6.5.11 A person shall be disqualified from serving on the Academy Council if he/she has not provided to the Chair of the Board of Directors the proper criminal records certification as required by law and outlined by the Diocese and the Catholic Education Service. In the event that any such certification or checks disclose any information which would, in the opinion of either the Chair of the Board of Directors or the Principal, confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.

- 6.5.12 Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the Academy Council and he/she was, or was proposed, to so serve, he/she shall upon becoming so disqualified give written notice of that fact to the Academy Council who shall inform the Directors and the Bishop.
- 6.5.13 This clause 6.5 shall also apply to any member of any committee of the Academy Council who is not a member of the Academy Council.

## **6.6 Responsibilities of the Academy Council**

- 6.6.1 The responsibilities of the Academy Council are outlined in this Scheme of Delegation, more particularly in the table at Appendix I.
- 6.6.2 The Academy Council will adopt and comply with all policies, protocols and procedures of the Catholic Academy Trust Company, the Bishop and the Diocesan Bishop as communicated to the Academy Council from time to time.

## **6.7 Business/Proceedings of the Academy Council**

### **Meetings of the Academy Council**

- 6.7.1 Subject to this Scheme of Delegation, the Academy Council may regulate its proceedings as its members see fit. Due consideration must be given as to the necessity and workload of school leaders in attending and providing information to the meetings without duplication if the board already receive that information. Committees should be minimised to deal with necessary aspects such as admissions and recruitment.
- 6.7.2 The Academy Council shall meet at least once per term. Meetings of the Academy Council shall be convened by the Clerk to the Academy Council. In exercising his/her functions under this Scheme of Delegation, the Clerk shall comply with any direction:
- 6.7.2.1 given by the Directors or the Academy Council; or
  - 6.7.2.2 given by the Chair of the Academy Council or, in his/her absence or where there is a vacancy in the office of Chair, the Vice-Chair of the Academy Council, so far as such direction is not inconsistent with any direction given as mentioned in 6.7.2.1 above.
- 6.7.3 Any three members of the Academy Council may, by notice in writing given to the Clerk, requisition a meeting of the Academy Council and it shall be the duty of the Clerk to convene such a meeting as soon as is reasonably practicable.
- 6.7.4 The Clerk shall provide to each member of the Academy Council at least seven clear days before the date of a meeting:
- 6.7.4.1 notice in writing thereof and sent to each member of the Academy Council at the address provided by each member from time to time;
  - 6.7.4.2 all reports or other papers to be considered at the meeting; and
  - 6.7.4.3 a copy of the agenda for the meeting;
- provided that where the Chair or, in his/her absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof, are given within such shorter period as he/she directs.
- 6.7.5 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.

- 6.7.6 A resolution to rescind or vary a resolution carried at a previous meeting of the Academy Council shall not be proposed at a meeting of the Academy Council unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.7.7 A meeting of the Academy Council shall be terminated forthwith if:
- 6.7.7.1 the members of the Academy Council so resolve; or
  - 6.7.7.2 the number of members present ceases to constitute a quorum for a meeting of the Academy Council in accordance with paragraph 6.7.10, subject to paragraph 6.7.12.
- 6.7.8 Where in accordance with paragraph 6.7.7 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the Clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.
- 6.7.9 Where the Academy Council resolves in accordance with paragraph 6.7.7 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Academy Council shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and they shall direct the Clerk to convene a meeting accordingly.
- 6.7.10 Subject to paragraph 6.7.12, the quorum for a meeting of the Academy Council, and any vote on any matter thereat, shall be any three of the members of the Academy Council, or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office on the Academy Council at the date of the meeting.
- 6.7.11 The Academy Council may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.
- 6.7.12 The quorum for the purposes of:
- 6.7.12.1 appointing a parent member;
  - 6.7.12.2 any vote on the removal of a person in accordance with this Scheme of Delegation;
  - 6.7.12.3 any vote on the removal of the Chair of the Academy Council;
- shall be any two-thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on those respective matters.
- 6.7.13 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Academy Council shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Academy Council shall have one vote.
- 6.7.14 Subject to paragraphs 6.7.10 – 6.7.12, where there is an equal division of votes, the Chair of the meeting shall have a casting vote in addition to any other vote he/she may have.
- 6.7.15 The proceedings of the Academy Council shall not be invalidated by
- 6.7.15.1 any vacancy on the board; or
  - 6.7.15.2 any defect in the election, appointment or nomination of any person serving on the Academy Council.

- 6.7.16 A resolution in writing, signed by the requisite majority of all the persons entitled to receive notice of a meeting of the Academy Council or of a subcommittee of the Academy Council, shall be valid and effective as if it had been passed at a meeting of the Academy Council or (as the case may be) a subcommittee of the Academy Council duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Academy Council and may include an electronic communication by or on behalf of the Academy Council indicating his/her agreement to the form of resolution providing that the member has previously notified the Academy Council in writing of the email address or addresses which the member will use.
- 6.7.17 Subject to paragraph 6.7.18, the Academy Council shall ensure that a copy of:
- 6.7.17.2 the draft minutes of every such meeting, if they have been approved by the person acting as Chair of that meeting;
  - 6.7.17.3 the signed minutes of every such meeting; and
  - 6.7.17.4 any report, document or other paper considered at any such meeting,
- are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.
- 6.7.18 There may be excluded from any item required to be made available in pursuance of paragraph 6.7.17, any material relating to:
- 6.7.18.1 a named teacher or other person employed, or proposed to be employed, at the Academy;
  - 6.7.18.2 a named pupil at, or candidate for admission to, the Academy; and
  - 6.7.18.3 any matter which, by reason of its nature, the Academy Council is satisfied should remain confidential.
- 6.7.19 Any member of the Academy Council shall be able to participate in meetings of the Academy Council by telephone or video conference provided that:
- 6.7.19.1 He/she has given notice of his/her intention to do so detailing the telephone number on which he/she can be reached and/or appropriate details of the video conference suite from which he/she shall be taking part at the time of the meeting at least 48 hours before the meeting; and
  - 6.7.19.2 the Academy Council has access to the appropriate equipment; and
  - 6.7.19.3 he/she assures the Academy Council that the telephone connection and the surrounding environment from which the call is to be made is secure and will comply with the requirement to maintain confidentiality of the business of the Academy Council at all times; and
  - 6.7.19.4 he/she is able to hear all participants and fully take part in the discussions.
- 6.7.20 If, after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference pursuant to 6.7.19, the meeting may still proceed with its business provided it is otherwise quorate.

## **The Minutes**

- 6.7.21 The minutes of the proceedings of a meeting of the Academy Council shall be drawn up and kept for the purpose by the person authorised to keep the minutes of the Academy Council and shall be signed (subject to the approval of the members of the Academy Council) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:

- 6.7.21.1 all appointments of officers made by the Academy Council; and
  - 6.7.21.2 all proceedings at meetings of the Academy Council and of committees of the Academy Council including the names of all persons present at each such meeting.
- 6.7.22 The Chair shall ensure that copies of minutes of all meetings of the Academy Council (and such of the subcommittees as the Directors shall from time to time notify) shall be provided to the Directors, the Bishop and the Diocesan Trustees as soon as reasonably practicable after those minutes are drafted.

### **Delegation**

- 6.7.23 Provided such power or function has been delegated to the Academy Council, the Academy Council may further delegate to any person serving on the Academy Council committee, the Principal or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions either the Directors or the Academy Council may impose and may be revoked or altered.
- 6.7.24 Where any power or function of the Directors or the Academy Council is exercised by any subcommittee, any Director or member of the Academy Council, the Principal or any other holder of an executive office, that person or subcommittee shall report to the Academy Council in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Academy Council immediately following the taking of the action or the making of the decision.

### **Committees of the Academy Council**

- 6.7.25 Subject to this Scheme of Delegation, the Academy Council may establish any subcommittee. The constitution, membership and proceedings of any subcommittee shall be determined by the Academy Council but having regard to any views of the Directors. The establishment, terms of reference, constitution and membership of any subcommittee shall be reviewed at least once in every twelve months. The membership of any subcommittee may include persons who do not also serve on the Academy Council, provided that a majority of the members of any such subcommittee shall be members of the Academy Council or Directors.

### **Chair and Vice-Chair of the Academy Council**

- 6.7.26 The members of the Academy Council shall, each school year at their first meeting in that year, elect a Chair and a Vice-Chair from amongst the Foundation Governors in their number to serve until a successor is appointed or a vacancy occurs pursuant to paragraph 6.7.28.
- 6.7.27 Subject to paragraph 6.7.30, the Chair or Vice-Chair shall hold office as such until his/her successor has been elected in accordance with paragraphs 6.7.26 - 6.7.37.
- 6.7.28 The Chair or Vice-Chair may at any time resign his/her office by giving notice in writing to the Academy Council.
- 6.7.29 The Chair or Vice-Chair shall cease to hold office if:
- 6.7.29.1 He/she ceases to serve on the Academy Council;
  - 6.7.29.2 He/she is employed by the Catholic Academy Trust Company whether or not at the Academy;
  - 6.7.29.3 He/she is removed from office in accordance with this Scheme of Delegation; or

- 6.7.29.4 in the case of the Vice-Chair, he/she is elected in accordance with this Scheme of Delegation to fill a vacancy in the office of Chair.
- 6.7.30 Where by reason of any of the matters referred to in paragraph 6.7.29, a vacancy arises in the office of Chair or Vice-Chair, the members of the Academy Council shall at its next meeting elect one of their number to fill that vacancy.
- 6.7.31 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice-Chair or his/her nominee shall act as the Chair for the purposes of the meeting.
- 6.7.32 Where in the circumstances referred to in paragraph 6.7.30, the Vice-Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chair, the members of the Academy Council shall elect one of their number to act as a Chair for the purposes of that meeting, provided that the person elected shall neither be a person who is employed by the Catholic Academy Trust Company whether or not at the Academy nor a Director.
- 6.7.33 A Director shall act as Chair during that part of any meeting at which the chair is elected.
- 6.7.34 Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.
- 6.7.35 The Chair or Vice-Chair may only be removed from office by the Directors at any time or by the Academy Council in accordance with this Scheme of Delegation.
- 6.7.36 A resolution to remove the Chair or Vice-Chair from office which is passed at a meeting of the Academy Council shall not have effect unless:
- 6.7.36.1 it is confirmed by a resolution passed at a second meeting of the Academy Council held not less than fourteen days after the first meeting; and
  - 6.7.36.2 the matter of the Chair or Vice-Chair's removal from office is specified as an item of business on the agenda for each of those meetings; and
  - 6.7.36.3 copies of the resolutions referred to at paragraph's 6.7.36 and 6.7.36.1 above are served on the Directors.
- 6.7.37 Before a resolution is passed by the Academy Council at the relevant meeting as to whether to confirm the previous resolution to remove the Chair or Vice-Chair from office, the person or persons proposing his/her removal shall at that meeting state their reasons for doing so and the Chair or Vice-Chair shall be given an opportunity to make a statement in response.

#### **Clerk**

- 6.7.38 The Directors may appoint a Clerk (who must not be the Principal) to provide clerking services to the Academy Council and may remove the Clerk from office at any time.
- 6.7.39 In the absence of the Clerk from an Academy Council meeting, the Academy Council may appoint any one of its members to act as Clerk for the purposes of that meeting.
- 6.7.40 The Clerk must:
- 6.7.40.1 convene meetings of the Academy Council;
  - 6.7.40.2 attend meetings of the Academy Council;
  - 6.7.40.3 advise the Academy Council on the Academy's compliance with the Articles, the funding agreement, the scheme of delegation and the law;

- 4.7.40.4 ensure that minutes of the proceedings are drawn up; and
- 6.7.40.5 perform any other functions determined by the Academy Council.

### **Conflicts of Interest**

- 6.7.41 A conflict of interest/loyalty shall not be deemed to occur solely from the fact that any member of the Academy Council is also a director, charity trustee or governor of any other Catholic school or schools or other educational institution(s), diocese, or religious order, or of any other charity which permits its land to be occupied by a Catholic school or schools or other educational institution(s). Any member of the Academy Council who has, or can have, any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts, or may conflict, with his/her duties as a member of the Academy Council shall disclose that fact to the Academy Council as soon as he/she becomes aware of it. Subject to Article 98A, a person is not permitted to attend any meeting of the Academy Council or committee of the Academy Council, or any part of any such meeting, where it is possible that a conflict will arise between his/her duty to act solely in the interests of the Academy and the Catholic Academy Trust Company and any duty or personal interest (including but not limited to any Personal Financial Interest).
- 6.7.42 For the purpose of paragraph 5.7.42, a person has a Personal Financial Interest if he/she is in the employment of the Catholic Academy Trust Company or is in receipt of remuneration or the provision of any other benefit directly from the Catholic Academy Trust Company or in some other way is linked to the Catholic Academy Trust Company or the Academy.
- 6.7.43 In the event of any conflict between any provision of this Scheme of Delegation and the Articles, the Articles shall prevail.
- 6.7.44 Any disagreement between the members of the Academy Council and the Principal or any subcommittee of the Academy Council shall be referred to the Directors for their determination.

### **Indemnity**

- 6.7.45 Subject to the provisions of the Companies Act 2006 every member of the Academy Council or other officer or auditor of the Catholic Academy Trust Company acting in relation to the Academy shall be indemnified out of the assets of the Catholic Academy Trust Company against any liability incurred by him/her in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he/she is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Catholic Academy Trust Company, subject to the limitation of s.189 of the Companies Act 2011.

### **Notices**

- 6.7.46 Any notice to be given to or by any person pursuant to this Scheme of Delegation (other than a notice calling a meeting of the Academy Council) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In this Scheme of Delegation “address” in relation to electronic communications includes a number or address used for the purposes of such communications.
- 6.7.47 A notice may be given by the Academy Council to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his/her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Academy Council by the member. A member whose registered address is not within the United Kingdom and who gives to the Academy

Council an address within the United Kingdom at which notices may be given to him/her, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him/her at that address, but otherwise no such member shall be entitled to receive any notice from the Academy Council.

6.7.48 A member of the Academy Council present at any meeting of the Academy Council shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

6.7.49 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

## **7 OPERATIONAL MATTERS AT CATHOLIC ACADEMY TRUST COMPANY AND ACADEMY COUNCIL LEVEL**

7.1 The Academy Council shall comply with the obligations set out in this Scheme of Delegation, particularly the relevant sections of the table at Appendix I, which deals with the day to day operations of the Academy Council.

7.2 The Academy Council will adopt and comply with all policies, protocols and procedures of the Catholic Academy Trust Company, the Bishop and the Diocese as communicated to the Academy Council from time to time.

7.3 Except for the Foundation Directors and Foundation Governors, the other Directors and members of the Academy Council have a duty to act independently and not to act as agents of those who may have appointed them. All Directors and members of the Academy Council will act with integrity, objectivity and honesty in the best interests of the Catholic Academy Trust Company and the Academy and shall be open about decisions made and be prepared to justify those decisions except insofar as any matter may be considered confidential. Foundation Governors shall always act in furtherance of their undertaking to the Bishop and the Diocesan Trustees to preserve and develop the Catholic character of the Academy, and the Catholic Academy Trust Company, at all times.

7.4 The Academy Council shall comply with any inspections by or on behalf of the Directors and any denominational inspections pursuant to section 48 of the Education Act 2005 and any additional canonical inspections and visitations of the Bishop and any person appointed by him for the purpose of ensuring that the Academy is being conducted in accordance with canon law and is following the practices and teachings of the Catholic Church and in order to allow the Bishop to assess how well the Academy is being managed in light of the additional responsibilities and expectations of schools which are academies.

7.5 If, in the view of the Directors, one of the following situations arises, then the Directors may resolve to remove some or all of the powers and obligations delegated to the Academy Council by this Scheme of Delegation:

7.5.1 The Academy Council, or one of more of its members, has acted, or allowed another to act, whether knowingly or recklessly, in such a way as to prejudice the Catholic character of the Catholic Academy Trust Company and the Academy;

7.5.2 Standards and performance are low, are likely to be assessed as low and/or are likely to remain so without intervention;

7.5.3 There has been a serious breakdown in management or governance which is prejudicial to standards of performance or breaches the Catholic Academy Trust Company's policies and procedures;

7.5.4 The safety of pupils and staff is threatened; or

7.5.5 Safeguarding procedures are inadequate.

7.6 The Academy Council shall work closely with and shall promptly implement any advice or recommendations made by the directors in the event that intervention is either threatened or is carried out by the Secretary of State and the Directors expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Academy Council under this Scheme of Delegation in such circumstances.

## **8 REVIEW OF THE SCHEME OF DELEGATION**

8.1 This Scheme of Delegation shall operate from the Effective Date in respect of the Academy.

8.2 The Directors have the absolute discretion to review and amend this Scheme of Delegation at least annually and to alter any provisions of it with the prior written consent of the Bishop (on the advice of the Diocese).

8.3 In considering any material changes to this Scheme of Delegation the Directors shall have regard to and give due consideration to any views of the Academy Council and shall comply with any guidance/requirements of the Bishop and consider any guidance published by the Catholic Education Service.

## Table of Roles and Responsibilities

### Responsibilities of the Diocesan Bishop and the Diocesan Schools Commissioner

Canon law (Church law) provides that each diocesan bishop has strategic responsibility to commission sufficient school places to meet the needs of baptised Catholic children resident in his area. A Catholic school is one which is recognised as such by the diocesan bishop. Canon 803 provides the definition of a Catholic school. Canon 803§1 provides that a school is Catholic if:

- (a) It is controlled<sup>1</sup> by a diocese or religious order; or
- (b) It is acknowledged in a written document as Catholic by the diocesan bishop.

All Catholic schools are subject to the jurisdiction of the diocesan bishop, even those that are not in diocesan trusteeship. Canon 806§1 provides:

*“The Diocesan Bishop has the right to watch over and inspect Catholic schools in his territory...and has the right to issue directives concerning the general inspection of Catholic schools...those who are in charge of Catholic schools are to ensure, under the supervision of the local Ordinary<sup>2</sup>, that the formation given in them, including its academic standards, are at least as outstanding as that in other schools in the area”.*

In respect of his schools, which includes academies, the bishop has the legal right to appoint (and remove) an overall majority of directors and governors, who are known as foundation directors and foundation governors. In addition to all the other legal responsibilities of the academy trust company (for academies) and the governing body (for voluntary aided schools), the law recognises that foundation directors/governors are appointed specifically to ensure:

- That the Catholic character of the school is preserved;
- That the school is conducted in accordance with its trust deed; and
- That the religious education curriculum is in accordance with the bishop’s policy for his diocese, based on the Bishops’ Conference Curriculum Directory.

The diocesan bishop, acting through his Diocesan Schools Commissioner, is responsible for:

- The provision and future development of excellent Catholic education throughout the diocese
- The oversight of high educational standards, progress and outcomes in all diocesan schools
- The appointment, development and training of foundation directors and governors and their removal
- The inspection of religious life of schools and RE (section 48 inspections)
- The development of Catholic teachers and leaders (and all appointments should be made in accordance with diocesan protocol)
- The oversight of school buildings/estate and capital projects
- Planning of school place provision
- Engaging with the RSC and Ofsted
- Maintaining links with the Catholic Education Service and the government

**It is possible for the trust to amend this table to reflect particular governance arrangements required at any one time depending on circumstances, such changes will need to be made in accordance with any Diocesan policy and will need**

<sup>1</sup> The ‘control’ specified in canon 803 is normally established where the diocese owns the school and appoints the governing body (or at least a majority of it).

<sup>2</sup> ‘Ordinary’ includes the Diocesan Bishop and those, such as Vicars General and Episcopal Vicars, exercising Ordinary jurisdiction on his behalf and this also includes the respective representative officers.

to be approved, in writing, by the DSC before they take effect. It is envisaged that changes will need to be made to the table in certain circumstances such as, for example, where a school is joining the Catholic Academy Trust Company (i.e. transitional arrangements), where there are concerns about the performance of the Catholic Academy Trust Company or any of the academies within it and/or where a Trust Interim Board has been put in place.

### Explanation of the layers of governance in a 'traditional' Catholic Academy Trust Company structure

#### Members:

- Guardians of the governance of the Catholic Academy Trust Company
- Accountable to the Bishop (unless the Member is the Bishop)
- Signatories to the Memorandum and Articles of Association
- Akin to shareholders

#### Directors:

- Company Directors and Charity Trustees
- Accountable to the Members (the Bishop, Vicar General and Episcopal Vicar for Education)
- Duty to uphold the Catholic Academy Trust Company's objects and to comply with any directives, advice and/or guidance issued by the Bishop
- Responsible for preserving and developing the Catholic Academy Trust Company's Catholic character at all times, and this overriding duty (which is also a legal duty) should permeate everything that the Directors do.
- Responsible for the general control and management of the administration of the Catholic Academy Trust Company and for delivering the three core functions
- Responsible for standards of education in the academies within the Catholic Academy Trust Company
- Delegate functions to sub-committees, CEO/senior executive leadership, and Principals/Head Teachers
- Delegate functions to the AC in accordance with the scheme of delegation.
- Removal of AC delegated responsibilities as deemed appropriate following advice from and in conjunction with the Diocese in order to uphold any of the duties outlined above.
- Appoint the senior executive leadership
- Performance management of Head Teacher and senior executive leaders, ensuring involvement of AC and senior executives as appropriate.
- Performance management of Head teachers and senior executive leaders ensuring involvement of Academy Council and senior executives as appropriate.

#### Senior Executive Leadership:

- Appointed by the Board of Directors and employed by the Catholic Academy Trust Company
- Any role appointed by the Directors to work across the Trust
- Responsible for 'operations' and for delivering the Board's vision and ethos – the 'professional leaders'
- Responsible for the Catholic Academy Trust Company's financial effectiveness and stability and for ensuring value for money
- Assist in the performance management of other senior leaders as appropriate as defined by the Directors.

#### AC Governors:

- Appointed/elected to govern a specific academy/ies within the Catholic Academy Trust Company in accordance with the Scheme of Delegation
- Have oversight of one or more academy in the Catholic academy trust company and are accountable to the board of Directors of the Catholic academy trust company
- Vital link to the local community

#### Principal/Headteacher:

- Responsible for day to day management of the Academy (or academies in an executive headship type arrangement). For the purposes of any executive headship the executive head teacher has the responsibilities of the ‘principal/headteacher’ as defined in this scheme of delegation.
- Responsible for performance management of staff excluding those staff whose performance is managed by the Directors, a committee of the Directors, the senior executive leadership, the AC or a committee thereof.

**KEY:**

**ND:** means non-delegable

**Notes to assist in reading this table**

It is envisaged that, where the senior executive leadership have been delegated responsibility by the board of directors, an appropriate member of the senior executive leadership will take the lead based on their qualifications, expertise, skills, experience and/or availability (it should be noted that the term ‘senior executive leadership’ can mean one person or a group of people).

In all that the Catholic academy trust company does, it should ensure that any diocesan policy, procedure, protocol or guidance is reflected and followed, including by the academies within the Catholic academy trust company.

In this table, the term ‘company’ shall mean the Catholic academy trust company’.

In this table, the term ‘headteacher’ shall mean the Executive Head Teacher or headteacher employed in the academy and reference to ‘headteachers’ shall mean each of the headteachers (including Executive head teachers) employed in each of the academies in the company.

In this table the term ‘Diocese’ shall mean the Director of Education unless otherwise stated.

**FULL BOARD LEVEL**

**1. Attend annual general meeting**

<b>Members</b>	✓
<b>Directors</b>	×
<b>Senior executive leadership (SEL)</b>	×
<b>Academy Council (AC)</b>	×
<b>Principal/headteacher</b>	×

**2. Vary the articles of association**

<b>Members</b>	✓ Review and amend the Articles of Association <b>ND</b>
<b>Directors</b>	✓ Advise the members on review and amendment of the Articles of Association
<b>Senior executive leadership (SEL)</b>	×
<b>Academy Council (AC)</b>	×
<b>Principal/headteacher</b>	×

### 3. Change the name of the company/academy

Members	✓ ND
Directors	×
Senior executive leadership (SEL)	×
Academy Council (AC)	×
Principal/headteacher	×

### 4. Appoint/remove directors

Members	✓ Appoint/remove relevant Directors ND
Directors	×
Senior executive leadership (SEL)	×
Academy Council (AC)	×
Principal/headteacher	×

### 5. Appoint/remove local governors

Members	✓ Appoint and remove foundation governors on behalf of and as instructed by the Bishop
Directors	<ul style="list-style-type: none"> <li>✓ Remove AC and replace with an intervention Board on advice of and in conjunction with the Diocese.</li> <li>✓ Replace any intervention board wholly or partly in conjunction with the Diocese.</li> </ul>
Senior executive leadership (SEL)	×
Academy Council (AC)	<ul style="list-style-type: none"> <li>✓ Appoint and remove relevant governors (subject to the Bishop's right to appoint/remove foundation governors):</li> <li>✓ Elect a chair and vice-chair from their number</li> <li>✓ Ensure there are governors with specific responsibilities for SEND, child protection, and pupil premium</li> <li>✓ Give notice of any removal of a local governor (other than a foundation governor) to the directors</li> <li>✓ Give notice of any resignation of a local governor to the directors</li> </ul>
Principal/headteacher	×

### 6. Annual Report on the company's performance

<b>Members</b>	✓ Receive annual report from directors/SEL
<b>Directors</b>	✓ Submit and publish an annual report to members in respect of the company's performance <b>ND</b>
<b>Senior executive leadership (SEL)</b>	✓ Assist the directors as required with the preparation of the annual report in respect of the company's performance
<b>Academy Council (AC)</b>	✓ With the Headteacher, prepare an annual report on the academy's performance to inform the company's annual report prepared by the senior executive leadership
<b>Principal/headteacher</b>	✓ With the AC, prepare an annual report on the academy's performance to inform the company's annual report prepared by the senior executive leadership

## 7. Preserve and develop the religious and educational character, mission and ethos of the company

<b>Members</b>	✓ Have oversight of the preservation and development of the religious and educational character, mission and ethos of the company and take action where there are shortcomings or any risk to the religious or educational character or the company's reputation
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Preserve and develop the religious and educational character, mission and ethos of the company as determined by the Diocesan/Religious Order Trustees in accordance with the Articles of Association, and ensure that it is embedded in each academy <b>ND</b></li> <li>✓ Attend any diocesan, or other provider's, induction training as required by the Diocese</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Preserve and develop the religious and educational character, mission and ethos of the company as determined by the Diocesan/Religious Order Trustees in accordance with the Articles of Association, and ensure that it is embedded in each academy</li> <li>✓ Monitor the academies medium to long-term vision for their future viability as Catholic schools, ensuring that this is in accordance with the vision of the company, and that they each have a robust strategy in place for achieving their vision</li> <li>✓ Attend any diocesan, or other provider's, induction training as required by the Diocese</li> <li>✓ Deliver and oversee the delivery by the academies of public relations activities to ensure that they meet the company's requirements regarding preservation and development of the company and academies Catholic character in the wider community</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Preserve and develop the religious and educational character, mission and ethos of a particular academy in collaboration with the headteacher to ensure that it is embedded in the academy</li> <li>✓ Champion the company's vision, ethos and strategic direction in the academy</li> <li>✓ Ensure that the academy has a medium to long-term vision for its future viability as a Catholic school and that there is a robust strategy in place for achieving its vision</li> <li>✓ Attend any diocesan, or other provider's, induction training as required by the Diocese</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement the religious and educational character, mission and ethos of the particular academy</li> <li>✓ Attend any diocesan, or other provider's, induction training as required by the Diocese</li> </ul>

## 8. Carry out the three core functions

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure clarity of vision, ethos and strategic direction</li> <li>✓ Hold the headteachers and/or senior executive leadership e.g. the chief executive (as appropriate) to account for the educational performance of the academies in the company and its pupils, and for the internal organisation, management and control of the academies, including performance management of staff</li> <li>✓ Oversee the financial performance of the company and the academies within it and make sure its money is well spent</li> </ul>
<b>Senior executive leadership (SEL)</b>	✓ Support the directors to carry out the three core functions effectively
<b>Academy Council (AC)</b>	✓ Support the directors to carry out the three core functions
<b>Principal/headteacher</b>	✓ Support the directors to carry out the three core functions

## 9. Strategic oversight of governance

<b>Members</b>	×
<b>Directors</b>	✓ Have strategic oversight of governance arrangements and their effectiveness across the company and the wider Diocese
<b>Senior executive leadership (SEL)</b>	✓ Monitor governance arrangements and their effectiveness across the company and report to the directors to assist them with their duty to have strategic oversight
<b>Academy Council (AC)</b>	✓ Assist the senior executive leadership with its report on governance arrangements in the academies in the company
<b>Principal/headteacher</b>	×

## 10. Succession planning

<b>Members</b>	×
<b>Directors</b>	✓ Prepare a succession plan
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Advise the directors on succession planning and development of the senior executive leadership and take action as required by the directors</li> <li>✓ Advise the AC on leadership succession planning</li> </ul>
<b>Academy Council (AC)</b>	✓ Succession plan for local governance and senior leadership in conjunction with the wider company
<b>Principal/headteacher</b>	✓ Advise the AC on succession planning for local governance and senior leadership

## 11. Reserved matters and business of the company

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Determine the directors' Reserved Matters i.e. non-delegable functions and responsibilities</li> <li>✓ Prepare an annual schedule of the directors' business</li> </ul>
<b>Senior executive leadership (SEL)</b>	✓ Attend meetings of the directors and provide an Executive Report

	<ul style="list-style-type: none"> <li>✓ Recommend and secure (where appropriate) professional advice on behalf of the directors as requested</li> <li>✓ Prepare and advise the directors on the annual schedule of directors' business</li> <li>✓ Prepare an annual schedule of AC business and advise the AC on it</li> </ul>
<b>Academy Council (AC)</b>	✓ Support the senior executive leadership to prepare an annual schedule of AC business, as appropriate
<b>Principal/headteacher</b>	×

## 12. Appointments of administrative nature

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Appoint/remove a suitably qualified company secretary</li> <li>✓ Appoint/remove a suitably experienced and trained clerk to the directors and to support clerking arrangements to the ACs, as appropriate</li> </ul>
<b>Senior executive leadership (SEL)</b>	✓ Support the appointment process for the company secretary and the clerk
<b>Academy Council (AC)</b>	×
<b>Principal/headteacher</b>	×

## 13. Compliance and/or administrative/company secretarial matters

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Understand and comply with all duties and requirements of a charity trustee</li> <li>✓ Meet at least three times per year, once per term</li> <li>✓ Update Edubase as required by the Academies Financial Handbook</li> <li>✓ Receive advice from the senior executive leadership regarding the establishment and publication on the company's website, of the registers relating to business and pecuniary interests for members/directors/committee members/governors/senior staff members and instruct the senior executive leadership as necessary</li> <li>✓ Ensure the preparation and filing of company registers e.g. members/directors/persons with significant control/secretaries etc</li> <li>✓ Complete and return to the ESFA a financial management and governance self-assessment form for new academies joining the company</li> <li>✓ Ensure that the company's, as well as each individual academy's, governance details, including their accounts, are published on the company's website along with any other details as required by the DfE, ESFA, Companies House or other organisation as required</li> <li>✓ Pay diocesan contribution per pupil as stipulated from time to time by the Bishop</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support and advise the directors to ensure they are compliant with the duties and requirements placed upon them as charity trustees</li> <li>✓ Assist the directors in their duty to update Edubase, as required</li> <li>✓ Ensure that the company is compliant with all relevant regulations including charity law, company law and education law and report any failings to the directors for action</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Advise the directors on the establishment and publication of the registers relating to business and pecuniary interests, for members/directors/ committee members/governors/senior staff members, and take any action as required by the directors</li> <li>✓ Prepare and file, or ensure that the company secretary/clerk has prepared and filed, company registers e.g. members/directors/persons with significant control/secretaries etc</li> <li>✓ Support the directors to ensure that the company's, as well as each individual academy's, governance details, including their accounts, are published on the company's, and individual academy's, websites</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Meet at least three times per year, once per term</li> <li>✓ Ensure that the academy is conducted in a way that is compliant with all relevant regulations including charity law, company law and education law and report any failings to the senior executive leadership for action</li> <li>✓ Assist the senior executive leadership to ensure that the academy's governance details, including its accounts, are published on its website</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Conduct the academy in a way that is compliant with all relevant regulations including charity law, company law and education law and report any failings to the Academy Council for action</li> </ul>

#### 14. Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ On an annual basis, review and amend (if appropriate), in line with Diocesan policy: <ul style="list-style-type: none"> <li>➤ the policies of the company</li> <li>➤ Code of Conduct</li> <li>➤ The terms of reference for the directors and their sub-committees</li> <li>➤ The constitution and terms of reference of the ACs</li> <li>➤ Terms of reference for delegation to the senior executive leadership</li> <li>➤ Role descriptions for directors/chair to the directors/committee members</li> <li>➤ This scheme of delegation and table of roles and functions</li> </ul> </li> <li>✓ Approve and adopt the terms of reference produced by the senior executive leadership for committees of directors and ACs</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Advise the directors and the academies on company-wide and academy specific policy requirements and take action to prepare and/or amend any such policies as required by the directors</li> <li>✓ Prepare terms of reference for any committees of directors and ACs</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Review and amend the policies of the academy in line with any company-wide policies</li> <li>✓ Assist the headteacher to tailor company-wide policies for the particular academy</li> <li>✓ Adopt any specific company policies in the academy</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Tailor company-wide policies to the particular academy as recommended by the senior executive leadership</li> <li>✓ Implement any relevant policies in the academy and ensure that the academy is conducted in accordance with any such policies</li> </ul>

#### 15. Inspections

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Comply with any denominational inspections pursuant to s.48 and any additional canonical inspections, reviews and visitations of the bishop</li> <li>✓ Comply with any other education inspections, e.g. s.5 as required by law</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support and assist the directors and/or the AC to prepare for any inspections e.g. s.48, s.5</li> <li>✓ Ensure that any inspection outcomes are carried out in the academies and/or the company as appropriate</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Comply with any denominational inspections pursuant to s.48 and any additional canonical inspections and visitations of the bishop</li> <li>✓ Comply with any other education inspections, e.g. s.5 as required by law</li> <li>✓ Ensure that any actions arising from inspection outcomes are carried out in the academy</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Comply with any denominational inspections pursuant to s.48 and any additional canonical inspections and visitations of the bishop</li> <li>✓ Comply with any other education inspections, e.g. s.5 as required by law</li> <li>✓ Implement any actions arising from inspection outcomes in the academy</li> </ul>

## 16. School to school support

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ In line with diocesan protocol, broker appropriate internal and external school-to-school support as necessary to facilitate excellent Catholic education across all the academies in the company</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support the directors in their responsibility to broker school-to-school support</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Implement any school-to-school support opportunities as directed by the senior executive leadership and monitor any such arrangements, reporting back to the senior executive leadership at appropriate intervals or as required</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement school-to-school support opportunities in the academy as directed by the senior executive leadership</li> </ul>

## 17. Performance management of non-executives

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Carry out the annual self-evaluation of the directors to assess the contributions made by the directors'/committee members and report to the members for action, if appropriate <b>ND</b></li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Assist and support the directors to carry out the annual self-evaluation of the board as appropriate</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Carry out the annual self-evaluation of the AC and report findings to the senior executive leadership/directors as appropriate</li> </ul>
<b>Principal/headteacher</b>	×

## 18. School level matters

<b>Members</b>	×
<b>Directors</b>	✓ Instruct the senior executive leadership as appropriate in respect of any reports made by them relating to matters in the individual academies within the company
<b>Senior executive leadership (SEL)</b>	✓ Monitor school life in the academies in the company and report any relevant findings to the directors for action as appropriate. As part of this, monitor Pupil, Parent and Staff Voice across the academies in the company
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure the spiritual wellbeing of pupils at the academy</li> <li>✓ Support the headteacher to develop a school development plan and oversee it carried out in practice</li> <li>✓ With the headteacher, establish and develop Pupil, Parent and Staff Voice and monitor the same, reporting any issues or other matters to the senior executive leadership/directors as appropriate</li> <li>✓ Establish and maintain relationships with the parish priest, local Church and parish community to work with them as they contribute to the Catholic formation of the pupils at the academy</li> <li>✓ Establish and maintain relationships with parents of pupils attending the academy to support them in their role as primary educators</li> <li>✓ Establish and maintain a relationship with members of the wider local community, including assisting the principal to build relationships with other schools, agencies and businesses in the community to enhance the quality of Catholic education provided for pupils</li> <li>✓ Support and work with other ACs in the company</li> <li>✓ Generally support and challenge the headteacher</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Prepare a school development plan</li> <li>✓ Attend meetings of the AC and provide a headteacher's report</li> <li>✓ Advise the AC on its annual schedule of business</li> <li>✓ Build relationships with other local schools, agencies and businesses in the wider community to enhance the quality of education provided for pupils at the academy</li> <li>✓ Assist the AC to develop Pupil, Parent and Staff Voice</li> </ul>

## 19. Miscellaneous

<b>Members</b>	×
<b>Directors</b>	×
<b>Senior executive leadership (SEL)</b>	✓ Ensure that there is effective communication between all levels of governance in the company
<b>Academy Council (AC)</b>	✓ Ensure that there is effective communication between the headteacher and the senior executive leadership, HR committee and pay committee
<b>Principal/headteacher</b>	✓ Approve applications for early retirement, secondment and leave of absence

## FINANCE & RESOURCES

## 1. Appointment of auditors

Members	<ul style="list-style-type: none"> <li>✓ Receive annual accounts of the company</li> <li>✓ Appoint the external auditors</li> </ul>
Directors	<ul style="list-style-type: none"> <li>✓ Recommend to members and issue a letter of engagement for the external auditor's contract</li> <li>✓ Appoint a risk and audit committee to inform the Governance Statement and to provide assurance, as far as possible, to the company's external auditors</li> </ul>
Senior executive leadership (SEL)	×
Academy Council (AC)	×
Principal/headteacher	×

## 2. Appointment of finance personnel

Members	×
Directors	<ul style="list-style-type: none"> <li>✓ Appoint an Accounting Officer</li> <li>✓ Appoint a chief financial officer and senior finance team to lead on finance</li> <li>✓ Appoint a finance committee with delegation per the Academies Financial handbook</li> </ul>
Senior executive leadership (SEL)	✓ CEO or designated senior executive to act as the Accounting Officer
Academy Council (AC)*	✓ Appoint a local governor(s) responsible for finance (where some financial matters have been delegated to the AC)
Principal/headteacher	×

## 3. Budgeting and financial control

Members	×
Directors	<ul style="list-style-type: none"> <li>✓ Ensure compliance with the requirements in the Academies Financial Handbook</li> <li>✓ Approve and keep under review the financial scheme of delegation <b>ND</b></li> <li>✓ Determine and communicate service charges to the ACs relating to the provision of centralised functions <b>OR</b> agree top-slice and all centralised services and what must be paid for separately by each academy in the company</li> <li>✓ Approve the annual balanced budget for the company and each academy in the company to include overall approval of management accounts for each individual academy (and minute it)</li> <li>✓ Budget plan on a 5 year rolling basis</li> <li>✓ Consider monthly budget monitoring reports and take action as necessary</li> <li>✓ Submit the budget forecast to the ESFA</li> <li>✓ Approve any significant changes to the approved budget</li> <li>✓ Monitor income, expenditure, cash flow and balance sheet of the company and take appropriate action where necessary to ensure appropriate use of funds and to balance the company's books</li> <li>✓ Ensure proper financial controls are in place</li> <li>✓ Ensure robustness of benchmarking in terms of company value for money</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Receive a report on the effectiveness of central services from the senior executive leadership and take action, as appropriate</li> <li>✓ Ensure any company borrowing has received ESFA approval</li> <li>✓ Approve protocols for use of capital and reserves funds by academy councils</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Take action as required by the directors to meet all requirements of the Academies Financial Handbook</li> <li>✓ Prepare the financial scheme of delegation and take any action as determined by the directors following their review of it</li> <li>✓ Support the directors, and carry out any instructions from them, relating to their responsibilities for budget planning and ensuring the ongoing viability of the company and the academies within it</li> <li>✓ Monitor the income, expenditure, cash flow and balance sheet of the company and produce monthly budget monitoring reports for the directors highlighting any concerns or issues</li> <li>✓ Report to the directors on the financial performance of the company at least 3 times per year</li> <li>✓ Ensure proper financial controls are in place</li> <li>✓ Support the directors and AC to ensure robustness of benchmarking in terms of value for money of the company and, also, the individual academies</li> <li>✓ Report to the directors on the effectiveness of central services, as appropriate, and take action as directed by them</li> <li>✓ Comply with the ESFA requirements in respect of borrowing by the company</li> <li>✓ Establish protocols and linked procedures for the use of capital and reserves funds</li> <li>✓ Open bank accounts</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Be mindful of the academy's annual budget and operate within it</li> <li>✓ Monitor the income, expenditure and cash flow of the academy and report any issues to the senior executive leadership/directors</li> <li>✓ Ensure any variances from the budget are reported to the Finance Committee/board of directors</li> <li>✓ Ensure proper financial controls are in place at the academy</li> <li>✓ Implement the procedures for use of capital and reserves funding</li> <li>✓ Assist the senior executive leadership to produce a report on the effectiveness of central services, as may be required</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Ensure the preparation of the annual budget for the academy with the assistance of relevant staff in line with any company-wide policy or guidance</li> <li>✓ Monitor the income, expenditure and cash flow of the academy and report any issues to the AC/senior executive leadership</li> <li>✓ Prepare monitoring reports for the AC and summary reports for the Finance Committee to feed up to the board of directors as appropriate</li> <li>✓ Ensure proper financial controls are in place at the academy</li> </ul>

#### 4. Accounting

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure that the accounts are audited in accordance with the Diocesan Trustees' requirements relating to accounting for Church assets</li> <li>✓ Produce, submit and publish annual audited accounts and report including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money</li> </ul>

<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support and advise the directors in respect of the annual accounts and report</li> <li>✓ Support ACs and headteachers in local academy monitoring and management of budgets and finances</li> <li>✓ Consider any variances on delegated budget reported by the ACs</li> </ul>
<b>Academy Council (AC) *</b>	<ul style="list-style-type: none"> <li>✓ Ensure the academy keeps proper records and provide information to assist the company to prepare the annual accounts or any other accounting matters</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Keep proper records and provide information to assist the company to prepare the annual accounts or any other accounting matters</li> </ul>

## 5. Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt and review all financial policies as required by the Academies Financial Handbook and/or as recommended by the auditors and ensure that they meet the company's charitable objects</li> <li>✓ Adopt and review the charging and remissions policy prepared by the senior executive leadership</li> <li>✓ Ensure a register of business and pecuniary interests is maintained for the company <ul style="list-style-type: none"> <li>✓ Ensure that the company keeps all relevant financial records for at least 6 years after the end of the funding period to which they relate</li> </ul> </li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare all financial policies as required by the Academies Financial Handbook and/or as recommended by the auditors for adoption by the directors</li> <li>✓ Prepare a charging and remissions policy for adoption by the directors</li> <li>✓ Maintain a register of business and pecuniary interests for the company</li> <li>✓ Keep all relevant financial records for at least 6 years after the end of the funding period to which they relate and ensure that retention meets data protection requirements</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Maintain a register of business and pecuniary interests for the academy</li> </ul>
<b>Principal/headteacher</b>	×

## 6. Staffing

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Agree pay for all headteachers, executive headteachers and senior executive leadership members, including CEO if appropriate ND</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support the directors to determine pay for all headteachers, executive headteachers and senior executive leadership members (taking into account that there may be a conflict of interest)</li> <li>✓ Set up and approve staff expenses for the senior executive leadership</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Provide local intelligence to the directors/senior executive leadership to inform decisions relating to headteacher pay</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Set up and approve staff expenses at the academy in accordance with any company-wide policy</li> <li>✓ Submit expenses in accordance with company-wide policy</li> </ul>

## 7. School level matters

<b>Members</b>	×
<b>Directors</b>	×
<b>Senior executive leadership (SEL)</b>	✓ Monitor the provision of free school meals across the company and follow up with ACs where there are any issues
<b>Academy Council (AC)</b>	✓ Monitor the provision of free school meals to those pupils meeting the criteria and follow up where there are any issues
<b>Principal/headteacher</b>	✓ Ensure provision of free school meals to those meeting the criteria

## CONTRACTS

### 8. Procurement

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt a company-wide competitive tendering policy and ensure OJEU procurement thresholds are observed <b>ND</b></li> <li>✓ Ensure transparency in relationships with connected parties</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare a company-wide competitive tendering policy for adoption by the directors</li> <li>✓ Develop company-wide procurement strategies and efficiency savings programme (in line with the company-wide policy) and review opportunities for collaborative procurement</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Support the directors in their monitoring and evaluation of the delivery of any central services and functions provided or procured by the company for the academy</li> <li>✓ Ensure company policy for tenders and procurement are followed before any transactions are completed as per financial regulations</li> </ul>
<b>Principal/headteacher</b>	×

### 9. Ethical considerations

<b>Members</b>	×
<b>Directors</b>	✓ Ensure the business of the company is conducted ethically and in line with corporate social responsibility indicators to ensure that all suppliers used take account of economic, social and environmental factors insofar as permitted by the Academies Financial Handbook
<b>Senior executive leadership (SEL)</b>	✓ Conduct the business of the company ethically and in line with corporate social responsibility indicators to ensure that all suppliers used take account of economic, social and environmental factors insofar as permitted by the Academies Financial Handbook
<b>Academy Council (AC)</b>	✓ Ensure the business of the academy is conducted ethically and in line with requirements set by the directors to ensure that all suppliers used take account of economic, social and environmental factors
<b>Principal/headteacher</b>	✓ Conduct the business of the academy ethically and in line with corporate social responsibility indicators to ensure that all suppliers used take account of economic,

	social and environmental factors insofar as permitted by the Academies Financial Handbook
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## 10. Entering into contracts

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Approve any service contracts for directors of the company (subject to any policy on conflicts of interest/pecuniary interests/connected party transactions)</li> <li>✓ Set the delegated levels of authority for contracts</li> <li>✓ Approve contracts with a value above £50,000</li> <li>✓ Approve contracts which constitute related party transactions</li> </ul>
<b>Senior executive leadership (SEL)</b>	✓ Enter into contracts up to the limits of delegation and within an agreed budget
<b>Academy Council (AC)</b>	✓ Enter into contracts up to the limits of delegation and within an agreed budget
<b>Principal/headteacher</b>	✓ Enter into contracts up to the limits of delegation and within an agreed budget

## 11. Payment and expenses

<b>Members</b>	×
<b>Directors</b>	✓ Set up and approve a directors' expenses policy in accordance with the company's conflicts of interest policy
<b>Senior executive leadership (SEL)</b>	✓ Make payments within agreed financial limits in accordance with the company's financial regulations
<b>Academy Council (AC)</b>	✓ Make payments within agreed financial limits in accordance with the company's financial regulations
<b>Principal/headteacher</b>	✓ Make payments within agreed financial limits and act as a signatory of an academy specific bank account in accordance with the company's financial regulations

## STAFFING

### 12. Appointments

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Appoint a committee to oversee recruitment, induction, training, CPD, wellbeing, dismissals and other HR processes for all staff within the company at a strategic level</li> <li>✓ Ensure that certain posts are filled by practising Catholics in observance of the Bishops' Memorandum on Appointment of Teachers in Catholic Schools,</li> <li>✓ Ensure that diocesan protocol is followed in respect of the appointment of any other senior post which directly affects the Catholic mission of the company and its academies, including but not limited to the CEO, or other senior executive(s) and lay chaplains, and is in accordance with the Bishops' Memorandum on Appointment of Teachers in Catholic schools</li> <li>✓ Ensure that the diocese is involved in any recruitment selection and appointment being made, particularly relating to any senior posts which directly affect the Catholic mission of the company and its academies</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Determine appointments to be made across one or more academy in the company in line with any diocesan protocol</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Take any action relating to staff appointments across the company as required by the directors</li> <li>✓ Ensure that the directors involve the diocese at the appropriate stages in any recruitment process</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Support the directors in the process to appoint the headteacher and any other relevant post as requested by the senior executive leadership (acting with the delegated authority of the directors)</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ With the AC, appoint teaching and non-teaching staff</li> </ul>

### 13. Staffing structures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Determine and review any overarching management structures across the company and budget in accordance with diocesan policy <b>ND</b></li> <li>✓ Determine and review staffing structures across the company to ensure financial viability and sustainability whilst ensuring that the educational outcomes of the pupils are protected</li> <li>✓ Approve any senior leadership and high level non-teaching structures as determined by the senior executive leadership</li> <li>✓ Develop Catholic leadership within the company and the wider diocese</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ With directors approval, determine the senior leadership and high-level non-teaching structures for each academy and advise the directors on the financial viability and sustainability of those structures whilst ensuring that the educational outcomes of the pupils are protected</li> <li>✓ Monitor and review staffing changes across the company and report any issues to the directors</li> <li>✓ Support the headteachers to determine staffing structures at the academy</li> <li>✓ Take action as required by the directors to develop Catholic leadership within the company and the wider diocese</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Having regard to the company's strategic plans, support the headteacher in the development and review (from time to time) of an appropriate staffing structure for the academy and for the appointment of academy staff and to ensure that the academy is fully staffed in accordance with that structure</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Determine staffing requirements within the academy and budget</li> </ul>

### 14. Pay

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Establish a pay committee to review pay grades and job descriptions and to award leadership progression increases</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Review pay across the academies to guard against equal pay claims and to seek opportunities for harmonisation of pay, where appropriate</li> <li>✓ Review job descriptions and grading of posts across schools to ensure harmonisation of pay grades across academies</li> <li>✓ Process pay progression for all leadership staff in academies when approved</li> </ul>

<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Advise and support the directors to determine staff pay where contractual obligations exist</li> <li>✓ Refer to SEL any cases for regrading of roles for teaching and non-teaching staff alike</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Process pay progression where there is no regrading except for Leadership staff</li> </ul>

## 15. Terms and conditions of employment

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure harmonisation of terms and conditions of employment across the company to avoid the risk of employment claims taking into account legal requirements relating to, in particular, equal pay, discrimination and TUPE transfers</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Review the terms and conditions of employment across the academies and advise the directors where there is a possibility of employment claims and/or unrest in the workforce and take any action as directed by the directors to ensure that this risk is minimised/removed</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Review the terms and conditions of employment across the academy and advise the senior executive leadership where there is a possibility of employment claims and/or unrest in the workforce and take any action as directed by the senior executive leadership to ensure that this risk is minimised/removed</li> </ul>
<b>Principal/headteacher</b>	×

## 16. Performance management

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Conduct the performance management review and pay progression of any senior executive leader/CEO in line with the Trust's pay and appraisal policies <b>ND</b></li> <li>✓ Oversight of performance management and pay progression of all academy and trust leadership staff and senior executives in line with the Trust's pay and appraisal policies <b>ND</b></li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ To conduct the performance management and pay progression of the other executive leaders as defined by the Directors in line with the Trust's pay and appraisal policies</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Support the CSEL as appropriate, to conduct the performance management of the headteacher in line with the Trust's pay and appraisal policies</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Conduct the performance management and pay progression of staff in the academy in line with the Trust's pay policy and appraisal policy</li> </ul>

## 16. Suspension and dismissals

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Suspend and dismiss all executive leadership posts</li> <li>✓ Suspend and dismiss the company secretary and clerk</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Notify the diocese of any suspension or action taken under a disciplinary policy which could result in dismissal of a staff member, particularly where any misconduct may bring the Catholic character of the company and its academies into disrepute</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Senior executive leader/CEO to assist the directors to suspend and dismiss all other executive leadership posts, as required by the directors</li> <li>✓ With the advice and approval of the directors and the diocese, suspend and dismiss the headteachers (including any executive headteacher or Head of School), deputy headteacher, head of religious education and lay chaplain employed by the company</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Suspend or dismiss teaching and non-teaching staff in consultation with the senior executive leadership</li> </ul>
<b>Principal/headteacher</b>	✗

## 17. HR Documents, policies and procedures

<b>Members</b>	✗
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure the adoption of CES employment documents (with amendments where appropriate), including the model contracts of employment and workplace policies, in observance of the Bishops' Memorandum on Appointment of Teachers in Catholic Schools</li> <li>✓ Ensure consultation with staff and trade union officials/representatives before adoption of workplace policies, as appropriate</li> <li>✓ Adopt a pay policy</li> <li>✓ Adopt company-wide staff policies and procedures <b>ND</b></li> <li>✓ Put in place an appropriate whistleblowing procedure</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare a pay policy for adoption by the directors</li> <li>✓ Advise the directors on suitable company-wide policies and procedures and ensure their effective implementation, in particular the CES model employment documents pursuant to the Bishops' Memorandum on the Appointment of Teachers in Catholic Schools</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure the company's policies on all HR matters are implemented in the academy</li> <li>✓ Monitor and scrutinise the implementation of the company's policies at the academy for HR matters including the appointment, induction and performance management of staff, pay review process, and procedures for dealing with disciplinary matters, grievances and dismissal</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement the company-wide policies and procedures in the academy</li> </ul>

## 1. Insurance

<b>Members</b>	✗
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Approve insurance arrangements in accordance with Diocesan Trustees' requirements</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Procure buildings and related insurance for the company and all the academies within it ensuring compliance with Diocesan Trustees' requirements</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure compliance with all insurance obligations/requirements at the academy</li> </ul>

<b>Principal/headteacher</b>	✓ Ensure compliance with all insurance obligations/requirements at the academy
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## 2. ESTATE School land and buildings

<b>Members</b>	✗
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure that the company follows the Joint CES and National Society document “The Accounting Treatment of Land Occupied by Church Academies” as published from time to time</li> <li>✓ Review and maintain any buildings strategy and asset management planning arrangements in accordance with any requirements set by the Diocesan/Religious Order Trustees, including seeking their agreement to any such plans as appropriate</li> <li>✓ Apply to the Diocesan Trustees for any funding/consent to building works before undertaking any works</li> <li>✓ Select, plan and oversee any capital projects and buildings improvements as agreed by the Diocesan Trustees and in accordance with all diocesan protocols</li> <li>✓ Apply to the Diocesan Trustees for permission for change of use of assets</li> <li>✓ Ensure land and buildings are maintained and fit for purpose</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Make any proposals relating to the school estate to the directors in accordance with any requirements set by the Diocesan Trustees</li> <li>✓ Provide evidence of compliance with all statutory requirements for works e.g. planning approval, listed buildings consent, buildings regulations consent etc</li> <li>✓ Prepare any buildings strategy and asset management planning arrangements in accordance with any requirements set by the Diocesan Trustees and ensure that agreement has been sought from them, as appropriate</li> <li>✓ With agreement from the Diocesan Trustees, advise the directors and manage, in conjunction with them, any capital and building improvement grants</li> <li>✓ Prepare a report for the directors to share with the Diocesan/Religious Order Trustees on the overall state of the school estate</li> <li>✓ Ensure all statutory testing and maintenance requirements are complied with e.g. asbestos management plan, fire risk assessments, water hygiene, electrical safety etc</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Monitor the arrangements for the effective supervision of building maintenance and minor works and take up any issues with the senior executive leadership</li> <li>✓ Seek approval from the directors for any changes to fixed assets used by the academy</li> </ul>
<b>Principal/headteacher</b>	✗

## 3. Lettings

<b>Members</b>	✗
<b>Directors</b>	✓ Adopt a company-wide lettings policy in accordance with the Diocesan Trustees’ requirements <b>ND</b>
<b>Senior executive leadership (SEL)</b>	✓ Prepare a company-wide lettings policy in accordance with the Diocesan Trustees’ requirements for adoption by the directors
<b>Academy Council (AC)</b>	✓ Ensure the company-wide lettings policy is implemented at the academy
<b>Principal/headteacher</b>	✓ Implement and comply with the company-wide lettings policy in the academy

## STANDARDS & PUPIL EXPERIENCE

### 1. Monitoring and reporting

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Receive an annual report from the CEO/senior executive leadership on standards</li> <li>✓ Receive a termly report from the senior executive leadership/standards committee and the headteachers regarding standards</li> <li>✓ Report any relevant information to the Bishop in order to provide assurances that standards across the academies in the company are being met</li> <li>✓ Intervene, in a timely manner, where standards fall below that which is expected of the academies within the company</li> <li>✓ Set company-wide performance management targets relating to standards, if necessary</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Provide an annual report on standards to the directors</li> <li>✓ Provide a termly report to the directors (via standards committee possibly) regarding standards and raise concerns and provide strategies</li> <li>✓ Generally, act effectively to ensure high standards, draw up and implement plans if standards are not rising, set up support strategies and alert the directors to any shortcomings or fall in standards before they become serious</li> <li>✓ Share external information and intelligence across the company from DfE/Ofsted etc relating to standards</li> <li>✓ Provide oversight of the target setting for pupil achievement and progress by the headteachers and monitor against targets</li> <li>✓ Monitor the KPI figures reported from the headteachers relating to standards and take up any issues with the AC and report to the directors</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Monitor the KPI figures reported from the headteacher relating to standards and report any issues to the senior executive leadership</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Report bi-termly KPI figures to the senior executive leadership and the AC relating to standards</li> <li>✓ Set targets for pupil achievement and progress and monitor against targets and report findings to the AC/senior executive leadership</li> </ul>

### 2. Appointment of committees

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Appoint an Curriculum and Pupil Experience committee</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Assist the directors as required with regard to any issue or matter raised by the CPE committee</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Designate a member of the AC as governor responsible for standards at the academy and ensure that such governor report to the senior executive leadership as appropriate</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Report the on standards at the academy to the governor designated with responsibility for standards, as appropriate</li> </ul>

### 3. Ofsted

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Liaise with Ofsted and assist the academies with inspections</li> <li>✓ Direct senior executive leadership as appropriate where concerns are raised relating to inspections</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Liaise with Ofsted as required by the directors</li> <li>✓ Prepare the company for inspection and manage the process where the impact of the company is under review</li> <li>✓ Support ACs and principals/headteachers where there is an individual academy inspection</li> <li>✓ Advise ACs where any concerns are raised relating to inspections and report to the directors for any further action</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure the academy is prepared for an inspection and support the principal/headteacher</li> <li>✓ Report any concerns relating to inspection to the senior executive leadership</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Prepare and brief staff and appropriate personnel ready for inspection</li> <li>✓ Report any concerns relating to inspection to the AC/senior executive leadership</li> </ul>

#### 4. School level matters

<b>Members</b>	×
<b>Directors</b>	×
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Support the AC and headteachers to develop an academy development plan</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Develop and approve the academy development plan and monitor its impact, reporting any issues to the senior executive leadership/directors</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ In conjunction with the AC and senior executive leadership, prepare a draft academy development plan for approval by the AC</li> </ul>

#### 5. Curriculum

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Set KPIs and ensure CPE committee enforces these</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Advise directors on the setting of KPIs</li> <li>✓ Review the contents and delivery of the curriculum across the academies including compliance with any funding agreement requirements and take action where there are any shortcomings</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Approve the curriculum proposed by the headteacher (to the extent that it is consistent with the company-wide policy)</li> <li>✓ Ensure that the curriculum of the school, including all the subjects of the National Curriculum, is taught in the light of the Gospel values and actively promotes the spiritual and moral development of its pupils</li> <li>✓ Ensure that RE is in accordance with the Curriculum Directory and the bishop's policy and that it constitutes 10% of the weekly timetable in the academy in accordance with the tenets and norms of the Catholic church (or 5% for KS5)</li> <li>✓ Ensure that the headteacher is complying with the requirement to provide a daily collective act of worship in accordance with the rites, practices, disciplines and</li> </ul>

	<p>liturgical norms of the Catholic church and take action to address any issues, as appropriate</p> <ul style="list-style-type: none"> <li>✓ Ensure that relationships and sex education is taught in accordance with the social and moral teachings of the Catholic Church having regard to any company-wide policy</li> <li>✓ Monitor the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the academy and take action where any issues arise</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Ensure that the curriculum of the school, including all the subjects of the National Curriculum, is taught in the light of the Gospel values and actively promotes the spiritual and moral development of its pupils</li> <li>✓ Ensure the curriculum is appropriately delivered at the academy</li> <li>✓ Ensure that religious education is in accordance with the teachings, doctrines, discipline and norms of the Catholic church, both as a core subject and integrated into other subject areas</li> <li>✓ Ensure that religious education constitutes 10% of the weekly timetable of the academy in accordance with the tenets and norms of the Catholic church (or 5% for KS5)</li> <li>✓ Make provision for a daily collective act of worship in accordance with the rites, practices, disciplines and liturgical norms of the Catholic church</li> </ul>

## 6. Policies and procedures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Determine a company-wide curriculum statement. Determine the curriculum policies of each academy under the direction of the SEL to ensure provision of a balanced and broadly based curriculum. This will include <b>ND</b>: <ul style="list-style-type: none"> <li>➤ Ensuring that the Catholic character of company permeates the curriculum and life at each of the academies in the company</li> <li>➤ Ensuring that every pupil is well-equipped to follow their vocation as active citizens in service to the world</li> <li>➤ the curriculum, extra-curricular activities and ethos will prepare pupils for life in modern Britain; and</li> <li>➤ A written policy on relationships and sex education, in accordance with any diocesan policy and/or CES policy, which shall be taught in accordance with the social and moral teachings of the Catholic church</li> </ul> </li> <li>✓ Determine a company-wide policy on religious education and collective acts of worship in accordance with the Bishops' Conference Curriculum Directory and the tenets and norms of the Catholic church</li> <li>✓ Ensure effective processes are in place for monitoring the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the academies in the company</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare and oversee the implementation of a company-wide curriculum statement and oversee the implementation the Academy curriculum policy particularly that each academy in the company preserves and develops its Catholic character through the curriculum</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure the company policies are applied at the academy</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement the policies that are adopted by the academy and ensure that they are complied with</li> </ul>

## 7. Appointments

Members	✗
Directors	✓ Appoint a lead SEND director
Senior executive leadership (SEL)	✗
Academy Council (AC)	✓ Appoint a local governor responsible for SEND and inclusion
Principal/headteacher	✓ Designate a teacher to be responsible for coordinating SEND provision

## 8. Compliance

Members	✗
Directors	<ul style="list-style-type: none"> <li>✓ Ensure training and legal compliance issues</li> <li>✓ Review report on SEND produced by the senior executive leadership and address any shortcomings through the senior executive leadership as appropriate</li> </ul>
Senior executive leadership (SEL)	<ul style="list-style-type: none"> <li>✓ Ensure compliance with legal requirements relating to SEND within the academies and the provision of training to ensure such compliance</li> <li>✓ Produce a report to the directors on SEND provision across the company and take action as they direct. In particular, the senior executive leadership should identify any local SEND offer gaps and take action to address such gaps with director approval</li> <li>✓ Review KPIs across the academies for identification of any areas of concern for referral to the directors</li> </ul>
Academy Council (AC)	✓ Ensure compliance with legal requirements relating to SEND within the academy
Principal/headteacher	<ul style="list-style-type: none"> <li>✓ Implement and comply with the legal requirements relating to SEND at the academy</li> <li>✓ Liaise with the local authority in respect of pupils who have, or might have, SEND</li> <li>✓ Make provision for SEND pupils with or without a statement or EHC Plan</li> </ul>

## 9. SEND Documents, policies and procedures

Members	✗
Directors	<ul style="list-style-type: none"> <li>✓ Adopt a company-wide SEND policy <b>ND</b></li> <li>✓ Consider the safeguarding audit outcomes and instruct the senior executive leadership to address any shortcomings, as appropriate</li> </ul>
Senior executive leadership (SEL)	<ul style="list-style-type: none"> <li>✓ In accordance with directions from the directors, prepare the company's SEND policy for adoption by the directors</li> <li>✓ Provide oversight of the implementation of the company-wide SEND policy</li> <li>✓ Carry out a company-wide safeguarding audit and report the outcomes to the directors for action, as appropriate</li> </ul>
Academy Council (AC)	<ul style="list-style-type: none"> <li>✓ Review and maintain the academy's SEND policy</li> <li>✓ Provide oversight of the implementation of the policy within the academy and compliance with the legal requirements relating to disability and report to the senior executive leadership/directors</li> </ul>

	✓ Assist the senior executive leadership with the safeguarding audit at the academy
<b>Principal/headteacher</b>	✓ Implement the SEND policy in the academy ✓ Assist the senior executive leadership with the safeguarding audit at the academy

## 10. Exclusions

<b>Members</b>	×
<b>Directors</b>	✓ Review the use of exclusions across the company and ensure that appropriate action is taken by the senior executive leadership
<b>Senior executive leadership (SEL)</b>	✓ Review the overall pattern of exclusions across academies and report to the directors, taking any action they direct
<b>Academy Council (AC)</b>	✓ Convene a committee to review any exclusion of a pupil ✓ Review the overall pattern of exclusions at the academy and report to the senior executive leadership/directors
<b>Principal/headteacher</b>	✓ Exclude a pupil for a fixed term or permanently, as appropriate

## 11. Behaviour Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	✓ Adopt a company-wide behaviour policy that reflects the Catholic character, ethos and values of the company <b>ND</b> ✓ Adopt a company-wide exclusions policy
<b>Senior executive leadership (SEL)</b>	✓ Prepare a company-wide behavior statement for adoption by the directors ✓
<b>Academy Council (AC)</b>	✓ Assist the headteacher to prepare a behaviour policy for the academy in line with the company-wide policy ✓ Assist the headteacher to prepare an exclusions policy for the academy in line with the company-wide policy
<b>Principal/headteacher</b>	✓ With the AC, prepare a behaviour policy for the academy in line with the company-wide policy ✓ With the AC, prepare an exclusions policy for the academy in line with the company-wide policy ✓ Ensure effective operation of all policies at the academy

## 12. Admissions

<b>Members</b>	×
<b>Directors</b>	✓ Assist the diocese with any requirements it may have relating to the Bishop's duty to ensure that there are sufficient school places available for the baptised Catholic children resident in his area

	<ul style="list-style-type: none"> <li>✓ Receive an annual report from the senior executive leadership and share the report with the Diocesan Education Service to assist the Bishop in his responsibilities relating to place planning</li> <li>✓ Obtain diocesan approval to expand school places across the company</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare an annual report to the directors on the need for school places within the local community, using local intelligence, which will be used to assist the Bishop with his school place planning duties across the diocese</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Assist the senior executive leadership to prepare an annual report to the directors on the need for school places within the local community, using local intelligence, which will be used to assist the Bishop with his school place planning duties across the diocese</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Advise the AC/senior executive leadership in respect of the need for future places at the academy which will assist the senior executive leadership to prepare their annual report on the need for school places</li> </ul>

### 13. Admissions Arrangements

<b>Members</b>	✗
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Comply with Diocesan guidance on admissions</li> <li>✓ Comply with the Schools Admissions and Appeals Codes</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare the company-wide admissions policy (taking into account any Diocesan guidance and the Schools Admissions and Appeals Codes) which will set out the parameters within which the AC may determine admissions arrangements</li> <li>✓ Provide oversight, and support, of the implementation of admissions arrangements across the company</li> <li>✓ Ensure that the impact of any proposed changes to an academy's admission arrangements are considered in light of the other academies in the company and other catholic schools generally in the diocese Report to the directors regarding admissions arrangements across the academies in the company</li> <li>✓ Ensure effective arrangements are in place for pupil recruitment to the academies in the company</li> <li>✓ Provide advice and guidance to directors regarding the requirements of the Schools Admissions and Appeals Codes</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Undertake consultation, determine and publish admissions arrangements as required in accordance with the company-wide admissions policy</li> <li>✓ Make arrangements for determining admissions and hearing admission appeals</li> <li>✓ Ensure effective arrangements are in place for pupil recruitment</li> <li>✓ Contribute to the development of the academy prospectus (if there is one)</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Provide advice and guidance to the AC and the directors as to requirements under the School Admissions and Appeals Codes</li> <li>✓ Make arrangements for determining admissions and hearing admissions appeals in line with the company-wide policy</li> <li>✓ Participate in local admissions forum</li> <li>✓ Ensure participation in the fair access protocol</li> <li>✓ Ensure effective arrangements are in place for pupil recruitment to the academy</li> </ul>

### 14. Admissions Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt the company-wide admissions policy prepared by the senior executive leadership and ensure that it complies with all diocesan requirements <b>ND</b></li> <li>✓ Review and approve all academy admissions policies before they are determined and published by the AC</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Work with the diocese to produce a company-wide admissions policy for adoption by the directors and ensure that it complies with all diocesan requirements</li> <li>✓ Ensure all policies are reviewed by the directors and are compliant with the School Admissions and Appeals Codes</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Adopt the company-wide admissions policy in the academy</li> </ul>
<b>Principal/headteacher</b>	Ensure compliance with the company-wide admissions policy

## AUDIT & RISK COMMITTEE

### 1. Risk Management

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt the disaster recover/business continuity plan for the company and the academies within it and monitor that each academy has implemented such plans</li> <li>✓ Review risk management and the risk register kept by the senior executive leadership</li> <li>✓ Approve insurance arrangements in accordance with Diocesan Trustees' requirements</li> <li>✓ Commence or settle any litigation proceedings <b>ND</b></li> <li>✓ Provide any relevant and appropriate guarantees and indemnities as authorised by the members/Diocesan Trustees and in accordance with any requirements prescribed by the Academies Financial Handbook and/or the ESFA</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare a disaster recover/business continuity plan for the company and the academies within it and report to the directors on how the plan is being implemented in each academy</li> <li>✓ Prepare and maintain a company-wide risk register</li> <li>✓ Review the risk reports provided by the ACs and make any recommendations/notifications to the directors as appropriate</li> <li>✓ Ensure that any necessary actions are taken to eliminate/reduce any identified risks</li> <li>✓ Provide the directors with all relevant information and requirements relating to warranties and indemnities as prescribed by the Academies Financial Handbook and/or the ESFA</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure the academy complies with the disaster recover/business continuity plan for the academy</li> <li>✓ Review the risk register of the academy and prepare a risk report for the senior executive leadership/directors</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement and ensure that the academy is compliant with the disaster recover/business continuity plan for the academy</li> <li>✓ Prepare the risk register for the AC having regard to the risks identified by the senior executive leadership and audit processes</li> </ul>

## 2. Safeguarding - Monitoring and reporting

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Instruct the senior executive leadership on action to be taken where safeguarding practice in the academies is falling short of the standards expected</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Monitor safeguarding practice (including compliance with legislation) across the company and report to the directors (as matters arise and at least annually) for instructions for action where safeguarding practice is falling short of the standards expected</li> <li>✓ Report to the directors on the procedures in place for safeguarding</li> <li>✓ Identify training needs and report to the directors</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure that safeguarding practices are followed at the academy and report any shortcomings to the senior executive leadership/directors</li> <li>✓ Identify training needs and report to the senior executive leadership</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement and comply with any safeguarding practices at the academy and report any shortcomings to the AC/senior executive leadership</li> </ul>

## 3. SG Compliance

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure training and legal compliance issues</li> <li>✓ Ensure the single central record is maintained for all company-based and cross-school appointments</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Arrange training to ensure legal compliance</li> <li>✓ Monitor directors compliance with the duty to maintain the single central record and take appropriate action where there are any shortcomings</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Ensure completion of the single central record and its regular updating</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Maintain the single central record</li> <li>✓ Ensure compliance with all relevant regulations e.g. risk assessments, health and safety etc</li> </ul>

## 4. Recruitment and appointments relating to safeguarding

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Ensure that at least one director on any recruitment panel has up to date safeguarding training</li> <li>✓ Ensure safer recruitment training is made available to all governors and senior leaders</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Ensure directors have up to date safer recruitment and general safeguarding training</li> <li>✓ Ensure that each academy has appointed a designated teacher to support looked after children</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Appoint a designated governor for safeguarding</li> <li>✓ Ensure that at least one governor on any recruitment panel has up to date safeguarding and safer recruitment training</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Appoint a designated teacher to support looked after children and to ensure the role is compliant with statutory guidance</li> <li>✓ Appoint a designated safeguarding lead and clearly identify them and all other qualified safeguarding staff</li> </ul>

## 5. SG Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt a company-wide safeguarding and child protection policy bearing in mind local variance if the company spans more than one local authority area <b>ND</b></li> <li>✓ Adopt a company-wide policy regarding school trips <b>ND</b></li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Make arrangements for safeguarding audits to be conducted by independent personnel</li> <li>✓ Prepare a company-wide safeguarding and child protection policy for adoption by the directors bearing in mind local variance if the company spans more than one local authority area</li> <li>✓ Put in place effective systems for safeguarding pupils and take appropriate action where these are not followed</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Review and maintain a safeguarding and child protection policy for the academy (consistent with the company-wide policy)</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Implement the safeguarding and child protection policy at the academy</li> </ul>

## 5 Complaints

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Adopt a company-wide complaints policy and receive reports from the senior executive leadership regarding the level of complaints across the company <b>ND</b></li> <li>✓ Notify the diocese of any school level complaints. The directors <i>must</i> notify the diocese of any complaints or issues that could bring into disrepute the Catholic character of the company and/or the academies within it</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare a company-wide complaints policy for adoption by the directors and publish the policy on the company's website following adoption</li> <li>✓ Review the level of complaints across the company and report to the directors outlining the changes initiated as necessary to address any issues</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Adopt an academy complaints policy (consistent with the company-wide policy)</li> <li>✓ Hear complaints at the relevant stage</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Prepare an academy complaints policy consistent with the company-wide policy for adoption by the AC and hear complaints at the relevant stage</li> </ul>

## 6. School level matters

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Review data provided by the senior executive leadership/AC relating to pupil premium and sports premium and take action to address any issues, as appropriate</li> <li>✓ Set the times of academy sessions and the dates of academy terms and holidays in conjunction with the ACs</li> <li>✓ Ensure that the academy meets for 38 sessions in an academy year</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Monitor the levels of attendance in the academies and the use of home-academy agreements and report termly to the directors</li> <li>✓ Monitor the impact of the pupil premium/sports premium across the company and report to the directors</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Consult with directors on the times of academy sessions and the dates of academy terms and holidays times</li> <li>✓ Review attendance and pupil absences</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Support the company and the headteacher in the extended school provision in the academy</li> <li>✓ Ensure effective arrangements are in place for pupil support and representation at the academy</li> <li>✓ Appoint a local governor responsible for statutory grants including pupil premium and sports premium</li> <li>✓ Monitor the impact of the pupil premium and the sports premium in the academy and advise senior executive leadership/directors</li> <li>✓ Support and advise the headteacher to determine KPIs</li> <li>✓ Monitor that the school lunch provision at the academy meets the appropriate nutritional standards and take action, as appropriate, if not</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Comply with times of academy sessions and the dates of academy terms and holidays as set by the directors</li> <li>✓ Maintain a register of pupil attendance and report on attendance and pupil absences (as part of the KPIs) to the AC</li> <li>✓ Determine key priorities and KPIs against which pupil progress can be measured</li> <li>✓ Review and maintain home-academy agreements, if appropriate, which should reflect support for the academy's Catholic character</li> <li>✓ Ensure effective deployment of the pupil premium and monitor its impact, reporting any issues to the AC</li> <li>✓ Ensure that the school lunch provision at the academy meets the appropriate nutritional standards</li> </ul>

## 7. INFORMATION MANAGEMENT

<b>Members</b>	×
<b>Directors</b>	<ul style="list-style-type: none"> <li>✓ Refer any direct communications from RSCs to the diocese</li> <li>✓ Notify the diocese of any warning notice or other notice of failing or shortcoming received from the RSC/DfE/ESFA/local authority/Ofsted etc</li> <li>✓ Work with the diocese to respond to any media interest and ensure that any public statements and/or responses to media enquiries are approved by the diocese</li> </ul>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Refer any direct communications from RSCs to the directors</li> <li>✓ Notify the directors of any warning notice or other notice of failing or shortcoming received from the RSC/DfE/ESFA/local authority/Ofsted etc for further reporting to the diocese</li> <li>✓ Ensure compliance with all data protection legislation and good practice across the academies</li> <li>✓ Develop and implement an integrated ICT strategy to ensure compatibility of systems across all the academies in the company to facilitate maximum efficiency and cohesiveness and report any issues to the directors</li> <li>✓ Support the individual academies on the effective safe storage of data</li> <li>✓ Maintain accurate and secure staff records for the senior executive leadership</li> <li>✓ Ensure that registration with the Information Commissioner's Office is up to date</li> <li>✓ Maintain and develop the company's website</li> <li>✓ Register the company with the Information Commissioner's Office and maintain such registration</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Refer any direct communications from RSCs to the directors/senior executive leadership</li> <li>✓ Notify the directors/senior executive leadership of any warning notice or other notice of failing or shortcoming received from the RSC/DfE/ESFA/local authority/Ofsted etc for further reporting to the diocese</li> </ul>

	<ul style="list-style-type: none"> <li>✓ Forward any media interest to the directors/senior executive leadership and ensure that any public statements and/or responses to media enquiries are approved by the directors</li> <li>✓ Ensure systems in place are in line with the company's strategy at the academy for effective communication with pupils, parents or carers, staff, parish priests, diocese and the wider community including the support of a local parent teacher association (if established)</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Refer any direct communications from RSCs to the AC/senior executive leadership</li> <li>✓ Notify the AC/senior executive leadership of any warning notice or other notice of failing or shortcoming received from the RSC/DfE/ESFA/local authority/Ofsted etc for further reporting to the directors</li> <li>✓ Forward any media interest to the directors/senior executive leadership/AC and ensure that any public statements and/or responses to media enquiries are approved by the directors</li> <li>✓ Ensure the publication of academy information, ensuring that all electronic communication, including web pages, are up to date</li> <li>✓ Maintain accurate and secure staff records for the academy</li> <li>✓ Ensure compliance with all data protection legislation and good practice at the academy</li> <li>✓ Liaise with the senior executive leadership on the accessibility plan for the academy</li> </ul>

## 8. Data Documents, policies and procedures

<b>Members</b>	×
<b>Directors</b>	✓ Adopt data protection policies and procedures to comply with legislation relating to data protection and freedom of information
<b>Senior executive leadership (SEL)</b>	✓ Prepare a company-wide data protection policy for adoption by the directors
<b>Academy Council (AC)</b>	✓ Ensure the effective implementation of the data protection policies and procedures in the academy
<b>Principal/headteacher</b>	✓ Implement and comply with the academy's data protection policy

## 9. Health & Safety

<b>Members</b>	×
<b>Directors</b>	✓ Adopt a company-wide health and safety policy <b>ND</b>
<b>Senior executive leadership (SEL)</b>	<ul style="list-style-type: none"> <li>✓ Prepare a company-wide health and safety policy for the directors' approval</li> <li>✓ Monitor and support the implementation of the company-wide health and safety policy and report any issues to the directors</li> </ul>
<b>Academy Council (AC)</b>	<ul style="list-style-type: none"> <li>✓ Adopt a health and safety policy (in line with the company-wide policy)</li> <li>✓ Appoint a local governor responsible for health and safety</li> <li>✓ Review the implementation of the health and safety policy and ensure that appropriate risk assessments are being carried out in the academy</li> <li>✓ Conduct site inspections to review any health and safety issues and the security of premises and equipment</li> </ul>
<b>Principal/headteacher</b>	<ul style="list-style-type: none"> <li>✓ Prepare a health and safety policy for the academy (in line with the company-wide policy) for adoption by the AC</li> <li>✓ Draw up, agree and monitor an accessibility plan in consultation with Senior Executive leadership</li> </ul>

	<ul style="list-style-type: none"><li>✓ Monitor the accident book and agree appropriate actions with the AC/senior executive leadership</li><li>✓ Ensure suitable risk assessments are prepared and appropriate actions taken</li><li>✓ Review security of premises and equipment</li></ul>
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## APPENDIX 2

### CONSTITUTION OF THE ACADEMY COUNCIL

This may only be varied with the permission of the Diocesan Schools Commissioner

- Six Foundation governors
- One Ex Officio Headteacher
- One Staff Governor
- Two Parent Governor